

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                   |                                                                                                                                                                                                                                                                                                                                                                      |                                                                        |                                   |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------|
| <b>SUBMISSION TYPE:</b>           | <b>CORRECTIVE ASSIGNMENT</b>                                                                                                                                                                                                                                                                                                                                         |                                                                        |                                   |
| <b>NATURE OF CONVEYANCE:</b>      | Corrective Assignment to correct the Correct previous assignment "Change of Name" which should have been recorded as "Assigns the entire interest and goodwill" previously recorded on Reel 003873 Frame 0296. Assignor(s) hereby confirms the Goody's MS, L.P. assigns, transfers and conveys to New Goody's MS, L.P. all right, title and interest to trademarks.. |                                                                        |                                   |
| <b>CONVEYING PARTY DATA</b>       |                                                                                                                                                                                                                                                                                                                                                                      |                                                                        |                                   |
| <b>Name</b>                       | <b>Formerly</b>                                                                                                                                                                                                                                                                                                                                                      | <b>Execution Date</b>                                                  | <b>Entity Type</b>                |
| Goody's MS, L.P.                  |                                                                                                                                                                                                                                                                                                                                                                      | 10/20/2008                                                             | LIMITED<br>PARTNERSHIP: TENNESSEE |
| <b>RECEIVING PARTY DATA</b>       |                                                                                                                                                                                                                                                                                                                                                                      |                                                                        |                                   |
| <b>Name:</b>                      | New Goody's MS, L.P.                                                                                                                                                                                                                                                                                                                                                 |                                                                        |                                   |
| <b>Street Address:</b>            | 400 Goody's Lane                                                                                                                                                                                                                                                                                                                                                     |                                                                        |                                   |
| <b>City:</b>                      | Knoxville                                                                                                                                                                                                                                                                                                                                                            |                                                                        |                                   |
| <b>State/Country:</b>             | TENNESSEE                                                                                                                                                                                                                                                                                                                                                            |                                                                        |                                   |
| <b>Postal Code:</b>               | 37922                                                                                                                                                                                                                                                                                                                                                                |                                                                        |                                   |
| <b>Entity Type:</b>               | LIMITED PARTNERSHIP: TENNESSEE                                                                                                                                                                                                                                                                                                                                       |                                                                        |                                   |
| <b>PROPERTY NUMBERS Total: 48</b> |                                                                                                                                                                                                                                                                                                                                                                      |                                                                        |                                   |
| <b>Property Type</b>              | <b>Number</b>                                                                                                                                                                                                                                                                                                                                                        | <b>Word Mark</b>                                                       |                                   |
| Serial Number:                    | 78165382                                                                                                                                                                                                                                                                                                                                                             | MONTANA BLUES                                                          |                                   |
| Serial Number:                    | 78497063                                                                                                                                                                                                                                                                                                                                                             | GOODSPORT                                                              |                                   |
| Serial Number:                    | 78497068                                                                                                                                                                                                                                                                                                                                                             | GOOD SPORTS                                                            |                                   |
| Registration Number:              | 2657455                                                                                                                                                                                                                                                                                                                                                              | IVY CREW                                                               |                                   |
| Registration Number:              | 2704878                                                                                                                                                                                                                                                                                                                                                              | MONTANA BLUES JEAN COMPANY                                             |                                   |
| Registration Number:              | 3243210                                                                                                                                                                                                                                                                                                                                                              | GOODY'S IT'S ALL ABOUT YOU                                             |                                   |
| Registration Number:              | 3406961                                                                                                                                                                                                                                                                                                                                                              | KID CREW                                                               |                                   |
| Registration Number:              | 2164591                                                                                                                                                                                                                                                                                                                                                              | OLD COLLEGE INN                                                        |                                   |
| Registration Number:              | 2230045                                                                                                                                                                                                                                                                                                                                                              | GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES<br>DEPARTMENT STORE BRANDS |                                   |
| Registration Number:              | 2230456                                                                                                                                                                                                                                                                                                                                                              | G                                                                      |                                   |

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**TRADEMARK**  
**REEL: 003874 FRAME: 0535**

|                      |         |                                                   |
|----------------------|---------|---------------------------------------------------|
| Registration Number: | 2304724 | INTIMATE CLASSICS                                 |
| Registration Number: | 2550376 | "INTERNATIONAL" TRADING COMPANY                   |
| Registration Number: | 2414646 | LOW PRICES NEVER LOOKED SO GOOD                   |
| Registration Number: | 2542128 | MOUNTAIN LAKE JEAN COMPANY                        |
| Registration Number: | 2561162 | MOUNTAIN LAKE                                     |
| Registration Number: | 1662862 | YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALUE QUALITY |
| Registration Number: | 3127899 | TAKE A GOOD LOOK                                  |
| Registration Number: | 3149522 | DUCK HEAD JEANS CO.                               |
| Registration Number: | 2644246 | RGM                                               |
| Registration Number: | 2678764 | ACCESSORY CROSSING                                |
| Registration Number: | 2697501 | ACCESSORY CROSSING                                |
| Registration Number: | 2561161 | MOUNTAIN LAKE CASUALS                             |
| Registration Number: | 2515145 | Y.E.S. YOUR EVERYDAY SAVINGS                      |
| Registration Number: | 2678909 | GOODCLOTHES                                       |
| Registration Number: | 2783189 | STERLING REFLECTIONS                              |
| Registration Number: | 2778010 | GOOD KIDZ                                         |
| Registration Number: | 3252368 | DENIM PLANET                                      |
| Registration Number: | 2974969 | THE BEST TOWEL ON THE BEACH                       |
| Registration Number: | 3046121 | NOW THAT LOOKS GREAT ON YOU                       |
| Registration Number: | 1941462 |                                                   |
| Registration Number: | 3079354 |                                                   |
| Registration Number: | 1468430 |                                                   |
| Registration Number: | 3051629 |                                                   |
| Registration Number: | 2675429 | DHX                                               |
| Registration Number: | 2675428 | DHX SPORT                                         |
| Registration Number: | 3373512 |                                                   |
| Registration Number: | 0817443 | DUCK HEAD                                         |
| Registration Number: | 1651551 | DUCK HEAD                                         |
| Registration Number: | 3088621 | DHX DRY                                           |
| Registration Number: | 3071997 | DUCK HEAD SPORT                                   |
| Registration Number: | 1468429 | DUCK HEAD                                         |
| Registration Number: | 1832781 | DUCK HEAD                                         |
| Registration Number: | 1949457 | DUCK HEAD EXPEDITION 1865                         |
| Registration Number: | 1860982 |                                                   |

|                      |         |                |
|----------------------|---------|----------------|
| Registration Number: | 3022038 | DHJC           |
| Registration Number: | 2974640 | DUCK HEAD BABY |
| Registration Number: | 1998536 |                |
| Registration Number: | 0053255 |                |

#### CORRESPONDENCE DATA

Fax Number: (617)951-8736

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 617-951-8084

Email: ashley.scibelli@bingham.com

Correspondent Name: Ashley B. Scibelli

Address Line 1: One Federal Street

Address Line 2: Bingham McCutchen LLP

Address Line 4: Boston, MASSACHUSETTS 02110

|                    |                      |
|--------------------|----------------------|
| NAME OF SUBMITTER: | Ashley B. Scibelli   |
| Signature:         | /Ashley B. Scibelli/ |
| Date:              | 10/22/2008           |

#### Total Attachments: 18

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TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

\*900118851A\*

OCTOBER 21, 2008

PTAS

ASHLEY B. SCIBELLI  
ONE FEDERAL STREET  
BINGHAM MCCUTCHEN LLP  
BOSTON, MA 02110UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENTTHE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF  
THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS  
AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER  
REFERENCED BELOW.PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE  
INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA  
PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD  
FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY  
CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 571-272-3350.  
PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE,  
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 10/20/2008

REEL/FRAME: 003873/0296

NUMBER OF PAGES: 11

BRIEF: CHANGE OF NAME

## ASSIGNOR:

GOODY'S MS, L.P.

DOC DATE: 10/20/2008

CITIZENSHIP: TENNESSEE

ENTITY: LIMITED PARTNERSHIP

## ASSIGNEE:

NEW GOODY'S MS, L.P.

400 GOODY'S LANE

KNOXVILLE, TENNESSEE 37922

CITIZENSHIP: TENNESSEE

ENTITY: LIMITED PARTNERSHIP

APPLICATION NUMBER: 78165382

FILING DATE: 09/18/2002

REGISTRATION NUMBER:

ISSUE DATE:

MARK: MONTANA BLUES

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

003873/0296 PAGE 2

APPLICATION NUMBER: 78497063  
REGISTRATION NUMBER:FILING DATE: 10/08/2004  
ISSUE DATE:

MARK: GOODSPORT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78497068  
REGISTRATION NUMBER:FILING DATE: 10/08/2004  
ISSUE DATE:

MARK: GOOD SPORTS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 74516578  
REGISTRATION NUMBER: 2657455FILING DATE: 04/21/1994  
ISSUE DATE: 12/10/2002

MARK: IVY CREW

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74721899  
REGISTRATION NUMBER: 2704878FILING DATE: 08/28/1995  
ISSUE DATE: 04/08/2003

MARK: MONTANA BLUES JEAN COMPANY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 76342646  
REGISTRATION NUMBER: 3243210FILING DATE: 11/28/2001  
ISSUE DATE: 05/22/2007

MARK: GOODY'S IT'S ALL ABOUT YOU

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78792143  
REGISTRATION NUMBER: 3406961FILING DATE: 01/16/2006  
ISSUE DATE: 04/01/2008

MARK: KID CREW

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 75158051  
REGISTRATION NUMBER: 2164591FILING DATE: 08/29/1996  
ISSUE DATE: 06/09/1998

MARK: OLD COLLEGE INN

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75303413  
REGISTRATION NUMBER: 2230045FILING DATE: 06/04/1997  
ISSUE DATE: 03/09/1999

MARK: GOODY'S LOW PRICE!! DEPARTMENT STORE STY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75405647  
REGISTRATION NUMBER: 2230456FILING DATE: 12/15/1997  
ISSUE DATE: 03/09/1999

MARK: G

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

003873/0296 PAGE 3

APPLICATION NUMBER: 75415159  
REGISTRATION NUMBER: 2304724FILING DATE: 01/08/1998  
ISSUE DATE: 12/28/1999

MARK: INTIMATE CLASSICS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75583202  
REGISTRATION NUMBER: 2550376FILING DATE: 11/05/1998  
ISSUE DATE: 03/19/2002

MARK: "INTERNATIONAL" TRADING COMPANY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75656431  
REGISTRATION NUMBER: 2414646FILING DATE: 03/09/1999  
ISSUE DATE: 12/19/2000

MARK: LOW PRICES NEVER LOOKED SO GOOD

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75731813  
REGISTRATION NUMBER: 2542128FILING DATE: 06/18/1999  
ISSUE DATE: 02/26/2002

MARK: MOUNTAIN LAKE JEAN COMPANY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76033731  
REGISTRATION NUMBER: 2561162FILING DATE: 04/18/2000  
ISSUE DATE: 04/16/2002

MARK: MOUNTAIN LAKE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74103557  
REGISTRATION NUMBER: 1662862FILING DATE: 10/05/1990  
ISSUE DATE: 10/29/1991

MARK: YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALU

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78493799  
REGISTRATION NUMBER: 3127899FILING DATE: 10/04/2004  
ISSUE DATE: 08/08/2006

MARK: TAKE A GOOD LOOK

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78404943  
REGISTRATION NUMBER: 3149522FILING DATE: 04/20/2004  
ISSUE DATE: 09/26/2006

MARK: DUCK HEAD JEANS CO.

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 76253769  
REGISTRATION NUMBER: 2644246FILING DATE: 05/08/2001  
ISSUE DATE: 10/29/2002

MARK: RQM

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

003873/0296 PAGE 4

APPLICATION NUMBER: 76143527 FILING DATE: 10/10/2000  
REGISTRATION NUMBER: 2678764 ISSUE DATE: 01/21/2003

MARK: ACCESSORY CROSSING  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76372081 FILING DATE: 02/19/2002  
REGISTRATION NUMBER: 2697501 ISSUE DATE: 03/18/2003

MARK: ACCESSORY CROSSING  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76033730 FILING DATE: 04/18/2000  
REGISTRATION NUMBER: 2561161 ISSUE DATE: 04/16/2002

MARK: MOUNTAIN LAKE CASUALS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76217340 FILING DATE: 02/27/2001  
REGISTRATION NUMBER: 2515145 ISSUE DATE: 12/04/2001

MARK: Y.E.S. YOUR EVERYDAY SAVINGS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76275671 FILING DATE: 06/22/2001  
REGISTRATION NUMBER: 2678909 ISSUE DATE: 01/21/2003

MARK: GOODCLOTHES  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78111941 FILING DATE: 03/01/2002  
REGISTRATION NUMBER: 2783189 ISSUE DATE: 11/11/2003

MARK: STERLING REFLECTIONS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78188448 FILING DATE: 11/25/2002  
REGISTRATION NUMBER: 2778010 ISSUE DATE: 10/28/2003

MARK: GOOD KIDZ  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78608670 FILING DATE: 04/14/2005  
REGISTRATION NUMBER: 3252368 ISSUE DATE: 06/12/2007

MARK: DENIM PLANET  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78474967 FILING DATE: 08/27/2004  
REGISTRATION NUMBER: 2974969 ISSUE DATE: 07/19/2005

MARK: THE BEST TOWEL ON THE BEACH  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

003873/0296 PAGE 5

APPLICATION NUMBER: 78529991 FILING DATE: 12/09/2004  
REGISTRATION NUMBER: 3046121 ISSUE DATE: 01/17/2006

MARK: NOW THAT LOOKS GREAT ON YOU  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 74407787 FILING DATE: 06/30/1993  
REGISTRATION NUMBER: 1941462 ISSUE DATE: 12/12/1995

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 78602923 FILING DATE: 04/06/2005  
REGISTRATION NUMBER: 3079354 ISSUE DATE: 04/11/2006

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 73657870 FILING DATE: 04/28/1987  
REGISTRATION NUMBER: 1468430 ISSUE DATE: 12/08/1987

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 78362303 FILING DATE: 02/04/2004  
REGISTRATION NUMBER: 3051629 ISSUE DATE: 01/24/2006

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 76046859 FILING DATE: 05/12/2000  
REGISTRATION NUMBER: 2675429 ISSUE DATE: 01/14/2003

MARK: DHX  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76046858 FILING DATE: 05/12/2000  
REGISTRATION NUMBER: 2675428 ISSUE DATE: 01/14/2003

MARK: DHX SPORT  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 77011489 FILING DATE: 10/02/2006  
REGISTRATION NUMBER: 3373512 ISSUE DATE: 01/22/2008

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 72235327 FILING DATE: 12/27/1965  
REGISTRATION NUMBER: 817443 ISSUE DATE: 10/25/1966

MARK: DUCK HEAD  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM



TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

003873/0296 PAGE 6

APPLICATION NUMBER: 74081288  
REGISTRATION NUMBER: 1651551FILING DATE: 07/23/1990  
ISSUE DATE: 07/23/1991

MARK: DUCK HEAD

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78447559  
REGISTRATION NUMBER: 3088621FILING DATE: 07/08/2004  
ISSUE DATE: 05/02/2006

MARK: DHX DRY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78418651  
REGISTRATION NUMBER: 3071997FILING DATE: 05/14/2004  
ISSUE DATE: 03/21/2006

MARK: DUCK HEAD SPORT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 73657869  
REGISTRATION NUMBER: 1468429FILING DATE: 04/28/1987  
ISSUE DATE: 12/08/1987

MARK: DUCK HEAD

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74080591  
REGISTRATION NUMBER: 1832781FILING DATE: 07/23/1990  
ISSUE DATE: 04/26/1994

MARK: DUCK HEAD

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74457158  
REGISTRATION NUMBER: 1949457FILING DATE: 11/12/1993  
ISSUE DATE: 01/16/1996

MARK: DUCK HEAD EXPEDITION 1865

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74301136  
REGISTRATION NUMBER: 1860982FILING DATE: 08/04/1992  
ISSUE DATE: 11/01/1994

MARK:

DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 78405399  
REGISTRATION NUMBER: 3022038FILING DATE: 04/21/2004  
ISSUE DATE: 11/29/2005

MARK: DHJC

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78419112  
REGISTRATION NUMBER: 2974640FILING DATE: 05/14/2004  
ISSUE DATE: 07/19/2005

MARK: DUCK HEAD BABY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
Stylesheet Version v1.110/20/2008  
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| SUBMISSION TYPE:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | NEW ASSIGNMENT                 |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------------------------------------------|-----------------------------------|------------------|------------------|---------------|----------------|-----------------------------------|--------------|----------------|--------------|--------------------------------|----------------------|---------|----------|----------------------|---------|----------------------------|----------------------|---------|----------------------------|----------------------|---------|----------|----------------------|---------|-----------------|----------------------|---------|------------------------------------------------------------------------|----------------------|---------|---|----------------------|---------|-------------------|----------------------|---------|---------------------------------|----------------------|---------|---------------------------------|--|
| NATURE OF CONVEYANCE:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | CHANGE OF NAME                 |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| CONVEYING PARTY DATA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| <table border="1"><thead><tr><th>Name</th><th>Formerly</th><th>Execution Date</th><th>Entity Type</th></tr></thead><tbody><tr><td>Goody's MS, L.P.</td><td></td><td>10/20/2008</td><td>LIMITED<br/>PARTNERSHIP: TENNESSEE</td></tr></tbody></table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Name                           | Formerly                                                               | Execution Date                    | Entity Type      | Goody's MS, L.P. |               | 10/20/2008     | LIMITED<br>PARTNERSHIP: TENNESSEE |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Name                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Formerly                       | Execution Date                                                         | Entity Type                       |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Goody's MS, L.P.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                | 10/20/2008                                                             | LIMITED<br>PARTNERSHIP: TENNESSEE |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| RECEIVING PARTY DATA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| <table border="1"><tr><td>Name:</td><td>New Goody's MS, L.P.</td></tr><tr><td>Street Address:</td><td>400 Goody's Lane</td></tr><tr><td>City:</td><td>Knoxville</td></tr><tr><td>State/Country:</td><td>TENNESSEE</td></tr><tr><td>Postal Code:</td><td>37922</td></tr><tr><td>Entity Type:</td><td>LIMITED PARTNERSHIP: TENNESSEE</td></tr></table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Name:                          | New Goody's MS, L.P.                                                   | Street Address:                   | 400 Goody's Lane | City:            | Knoxville     | State/Country: | TENNESSEE                         | Postal Code: | 37922          | Entity Type: | LIMITED PARTNERSHIP: TENNESSEE |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Name:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | New Goody's MS, L.P.           |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Street Address:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 400 Goody's Lane               |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| City:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Knoxville                      |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| State/Country:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | TENNESSEE                      |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Postal Code:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 37922                          |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Entity Type:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | LIMITED PARTNERSHIP: TENNESSEE |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| PROPERTY NUMBERS Total: 48                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                |                                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| <table border="1"><thead><tr><th>Property Type</th><th>Number</th><th>Word Mark</th></tr></thead><tbody><tr><td>Serial Number:</td><td>78165382</td><td>MONTANA BLUES</td></tr><tr><td>Serial Number:</td><td>78497063</td><td>GOODSPORT</td></tr><tr><td>Serial Number:</td><td>78497068</td><td>GOOD SPORTS</td></tr><tr><td>Registration Number:</td><td>2657455</td><td>IVY CREW</td></tr><tr><td>Registration Number:</td><td>2704878</td><td>MONTANA BLUES JEAN COMPANY</td></tr><tr><td>Registration Number:</td><td>3243210</td><td>GOODY'S IT'S ALL ABOUT YOU</td></tr><tr><td>Registration Number:</td><td>3406961</td><td>KID CREW</td></tr><tr><td>Registration Number:</td><td>2164591</td><td>OLD COLLEGE INN</td></tr><tr><td>Registration Number:</td><td>2230045</td><td>GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES<br/>DEPARTMENT STORE BRANDS</td></tr><tr><td>Registration Number:</td><td>2230456</td><td>G</td></tr><tr><td>Registration Number:</td><td>2304724</td><td>INTIMATE CLASSICS</td></tr><tr><td>Registration Number:</td><td>2550376</td><td>"INTERNATIONAL" TRADING COMPANY</td></tr><tr><td>Registration Number:</td><td>2414646</td><td>LOW PRICES NEVER LOOKED SO GOOD</td></tr></tbody></table> | Property Type                  | Number                                                                 | Word Mark                         | Serial Number:   | 78165382         | MONTANA BLUES | Serial Number: | 78497063                          | GOODSPORT    | Serial Number: | 78497068     | GOOD SPORTS                    | Registration Number: | 2657455 | IVY CREW | Registration Number: | 2704878 | MONTANA BLUES JEAN COMPANY | Registration Number: | 3243210 | GOODY'S IT'S ALL ABOUT YOU | Registration Number: | 3406961 | KID CREW | Registration Number: | 2164591 | OLD COLLEGE INN | Registration Number: | 2230045 | GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES<br>DEPARTMENT STORE BRANDS | Registration Number: | 2230456 | G | Registration Number: | 2304724 | INTIMATE CLASSICS | Registration Number: | 2550376 | "INTERNATIONAL" TRADING COMPANY | Registration Number: | 2414646 | LOW PRICES NEVER LOOKED SO GOOD |  |
| Property Type                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Number                         | Word Mark                                                              |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Serial Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 78165382                       | MONTANA BLUES                                                          |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Serial Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 78497063                       | GOODSPORT                                                              |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Serial Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 78497068                       | GOOD SPORTS                                                            |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2657455                        | IVY CREW                                                               |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2704878                        | MONTANA BLUES JEAN COMPANY                                             |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 3243210                        | GOODY'S IT'S ALL ABOUT YOU                                             |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 3406961                        | KID CREW                                                               |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2164591                        | OLD COLLEGE INN                                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2230045                        | GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES<br>DEPARTMENT STORE BRANDS |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2230456                        | G                                                                      |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2304724                        | INTIMATE CLASSICS                                                      |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2550376                        | "INTERNATIONAL" TRADING COMPANY                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |
| Registration Number:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 2414646                        | LOW PRICES NEVER LOOKED SO GOOD                                        |                                   |                  |                  |               |                |                                   |              |                |              |                                |                      |         |          |                      |         |                            |                      |         |                            |                      |         |          |                      |         |                 |                      |         |                                                                        |                      |         |   |                      |         |                   |                      |         |                                 |                      |         |                                 |  |

OP \$1215.00 78165382

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

|                      |         |                                                   |
|----------------------|---------|---------------------------------------------------|
| Registration Number: | 2542128 | MOUNTAIN LAKE JEAN COMPANY                        |
| Registration Number: | 2561162 | MOUNTAIN LAKE                                     |
| Registration Number: | 1662862 | YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALUE QUALITY |
| Registration Number: | 3127899 | TAKE A GOOD LOOK                                  |
| Registration Number: | 3149522 | DUCK HEAD JEANS CO.                               |
| Registration Number: | 2644246 | RGM                                               |
| Registration Number: | 2678764 | ACCESSORY CROSSING                                |
| Registration Number: | 2697501 | ACCESSORY CROSSING                                |
| Registration Number: | 2561161 | MOUNTAIN LAKE CASUALS                             |
| Registration Number: | 2515145 | Y.E.S. YOUR EVERYDAY SAVINGS                      |
| Registration Number: | 2678909 | GOODCLOTHES                                       |
| Registration Number: | 2783189 | STERLING REFLECTIONS                              |
| Registration Number: | 2778010 | GOOD KIDZ                                         |
| Registration Number: | 3252368 | DENIM PLANET                                      |
| Registration Number: | 2974969 | THE BEST TOWEL ON THE BEACH                       |
| Registration Number: | 3046121 | NOW THAT LOOKS GREAT ON YOU                       |
| Registration Number: | 1941462 |                                                   |
| Registration Number: | 3079354 |                                                   |
| Registration Number: | 1468430 |                                                   |
| Registration Number: | 3051629 |                                                   |
| Registration Number: | 2675429 | DHX                                               |
| Registration Number: | 2675428 | DHX SPORT                                         |
| Registration Number: | 3373512 |                                                   |
| Registration Number: | 0817443 | DUCK HEAD                                         |
| Registration Number: | 1651551 | DUCK HEAD                                         |
| Registration Number: | 3088621 | DHX DRY                                           |
| Registration Number: | 3071997 | DUCK HEAD SPORT                                   |
| Registration Number: | 1468429 | DUCK HEAD                                         |
| Registration Number: | 1832781 | DUCK HEAD                                         |
| Registration Number: | 1949457 | DUCK HEAD EXPEDITION 1865                         |
| Registration Number: | 1860982 |                                                   |
| Registration Number: | 3022038 | DHJC                                              |
| Registration Number: | 2974640 | DUCK HEAD BABY                                    |
| Registration Number: | 1998536 |                                                   |

TO:ASHLEY B. SCIBELLI COMPANY:ONE FEDERAL STREET

|                      |         |
|----------------------|---------|
| Registration Number: | 0053255 |
|----------------------|---------|

## CORRESPONDENCE DATA

Fax Number: (617)951-8736

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 617-951-8084

Email: ashley.scibelli@bingham.com

Correspondent Name: Ashley B. Scibelli

Address Line 1: One Federal Street

Address Line 2: Bingham McCutchen LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:

Ashley B. Scibelli

Signature:

/Ashley B. Scibelli/

Date:

10/20/2008

## Total Attachments: 8

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## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Assignment"), dated this 20<sup>th</sup> day of October, 2008, is entered into between GOODY'S MS, L.P., a Tennessee limited partnership, located at 400 Goody's Lane, Knoxville, TN 37922 ("Assignor"), and NEW GOODY'S MS, L.P., a Tennessee limited partnership, located at 400 Goody's Lane, Knoxville, TN 37922 ("Assignee").

WHEREAS, the Assignee was formed in order to acquire certain assets (the "Acquired Assets") of Assignor and its subsidiaries pursuant to an order of the United States Bankruptcy Court for the District of Delaware, dated October 7, 2008 (the "Order");

WHEREAS, pursuant to the Order, Assignor assigned to Assignee the Acquired Assets, including all of Assignor's trademarks and service marks including, without limitation, the trademarks and service marks listed on Exhibit A hereto (the "Trademarks");

WHEREAS, the parties desire to record this Assignment to further document the assignment of the Trademarks to Assignee;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby acknowledge and agree as follows:

1. Assignment of Trademarks. Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor's right, title, and interest in and to the Trademarks, including all registrations and applications therefor and all goodwill symbolized by and connected with the use thereof, and all rights to sue, counterclaim, and to collect damages and payments for claims of past, present, and future infringement, dilution, unfair competition, misappropriation, or violation thereof, and all income, royalties, damages, and payments now or hereafter due or payable with respect to the Trademarks, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns, or other legal representatives. The Trademarks are being assigned with the business to which the Trademarks pertain, which business is ongoing and existing.

2. Further Assurances. From time to time after the date hereof and without further consideration, Assignor, upon the request of Assignee and at Assignee's cost, shall execute and deliver such documents and instruments of conveyance and transfer as Assignee may reasonably request in order to consummate more effectively the terms of this Assignment, including, without limitation, all documents necessary to record, in the name of Assignee, title to the Trademarks with the United States Patent and Trademark Office.

3. Binding Effect. This Assignment shall be binding upon and inure to the benefit of Assignor and Assignee and their respective successors and assigns.

4. GOVERNING LAW. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK WITHOUT GIVING EFFECT TO THE PRINCIPLES OF CONFLICTS OF LAW.

5. Counterparts. This Agreement may be executed in several counterparts with the same effect as if the parties executing the several counterparts had all executed one counterpart.

6. Headings. Section and other headings contained in this Assignment are for reference purposes only and are not intended to describe, interpret, define or limit the scope or intent of this Assignment or any provision hereof.


*[Signature Page Follows]*

IN WITNESS WHEREOF, Assignor and Assignee have each caused this  
TRADEMARK ASSIGNMENT to be executed as of the day and year first above written.

**ASSIGNOR:**

GOODY'S MS, L.P.

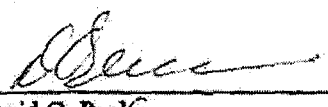
By: Trebor of TN, LLC  
Its: General Partner

By:   
Name: David G. Peek  
Title: Chief Manager/President

**ASSIGNEE:**

NEW GOODY'S MS, L.P.

By: New Trebor of TN, LLC  
Its: General Partner

By:   
Name: David G. Peek  
Title: Chief Manager/President

*Goody's MS, L.P. Trademark Assignment*

STATE OF Tennessee )  
 ) SS.  
COUNTY OF Knock )

I, a notary public, in and for the county and state aforesaid, do hereby certify that David G. Peck, known to me to be the Chief Manager/President of Trebor of TN, LLC, the General Partner of GOODY'S MS, L.P. and acknowledged that he/she signed the above and foregoing instrument as his/her free and voluntary act, on behalf of GOODY'S MS, L.P.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal  
this \_\_\_\_ day of \_\_\_\_\_, 2008.

Deborah R. Roche  
Notary Public

*Goody's MS, L.P. Trademark Assignment*






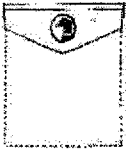


**EXHIBIT A****US TRADEMARK APPLICATIONS**

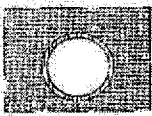
| Trademark     | Serial No. | Filing Date | Owner          | Status  |
|---------------|------------|-------------|----------------|---------|
| MONTANA BLUES | 78/165,382 | 9/18/2002   | Goody's MS, LP | Allowed |
| GOODSPORT     | 78/497,063 | 10/8/2004   | Goody's MS, LP | Pending |
| GOOD SPORTS   | 78/497,068 | 10/8/2004   | Goody's MS, LP | Pending |

**US TRADEMARK REGISTRATIONS**

| Trademark                                                                             | Reg. No<br>(Serial No.)   | Reg./Renewal<br>Date<br>(Filing Date) | Owner          | Status     |
|---------------------------------------------------------------------------------------|---------------------------|---------------------------------------|----------------|------------|
| IVY CREW                                                                              | 2,657,455<br>(74/516,578) | 12/10/2002<br>(4/21/1994)             | Goody's MS, LP | Registered |
| MONTANA BLUES JEAN<br>COMPANY & Design                                                | 2,704,878<br>(74/721,899) | 4/8/2003<br>(8/28/1995)               | Goody's MS, LP | Registered |
| GOODY'S ITS ALL ABOUT<br>YOU                                                          | 3,243,210<br>(76/342,646) | 5/22/2007<br>(11/28/2001)             | Goody's MS, LP | Registered |
| KID CREW                                                                              | 3,406,961<br>(78/792,143) | 4/1/08<br>(1/16/2006)                 | Goody's MS, LP | Registered |
| OLD COLLEGE INN                                                                       | 2,164,591<br>(75/158,051) | 6/9/1998<br>6/9/2008<br>(8/29/1996)   | Goody's MS, LP | Registered |
| GOODY'S LOW PRICE!!<br>DEPARTMENT STORE<br>STYLES DEPARTMENT<br>STORE BRANDS & Design | 2,230,045<br>(75/303,413) | 3/9/1999<br>(6/4/1997)                | Goody's MS, LP | Registered |
| G & Arch Design                                                                       | 2,230,456<br>(75/405,647) | 3/9/1999<br>(12/15/1997)              | Goody's MS, LP | Registered |
| INTIMATE CLASSICS                                                                     | 2,304,724<br>(75/415,159) | 12/28/1999<br>(1/8/1998)              | Goody's MS, LP | Registered |
| "INTERNATIONAL"<br>TRADING COMPANY &<br>Design                                        | 2,550,376<br>(75/583,202) | 3/19/2002<br>(11/5/1998)              | Goody's MS, LP | Registered |
| LOW PRICES NEVER<br>LOOKED SO GOOD                                                    | 2,414,646<br>(75/656,431) | 12/19/2000<br>(3/9/1999)              | Goody's MS, LP | Registered |
| MOUNTAIN LAKE JEAN<br>COMPANY                                                         | 2,542,128<br>(75/731,813) | 2/26/2002<br>(6/18/1999)              | Goody's MS, LP | Registered |

| Trademark                                                                           | Reg. No<br>(Serial No.)   | Reg./Renewal<br>Date<br>(Filing Date)   | Owner          | Status     |
|-------------------------------------------------------------------------------------|---------------------------|-----------------------------------------|----------------|------------|
| MOUNTAIN LAKE                                                                       | 2,561,162<br>(76/033,731) | 4/16/2002<br>(4/18/2000)                | Goody's MS, LP | Registered |
| YOUR EVERYDAY Y.E.S.<br>SAVINGS BRANDS<br>VALUE QUALITY (and<br>Design)             | 1,662,862<br>(74/103,557) | 10/29/1991<br>10/29/2001<br>(10/5/1990) | Goody's MS, LP | Registered |
| TAKE A GOOD LOOK                                                                    | 3,127,899<br>(78/493,799) | 8/8/2006<br>(10/4/2004)                 | Goody's MS, LP | Registered |
| DUCK HEAD JEANS CO.                                                                 | 3,149,522<br>(78/404,943) | 09/26/2006<br>(04/20/2004)              | Goody's MS, LP | Registered |
| RGM                                                                                 | 2,644,246<br>(76/253,769) | 10/29/2002<br>(5/8/2001)                | Goody's MS, LP | Registered |
| ACCESSORY CROSSING                                                                  | 2,678,764<br>(76/143,527) | 1/21/2003<br>(10/10/2000)               | Goody's MS, LP | Registered |
| ACCESSORY CROSSING                                                                  | 2,697,501<br>(76/372,081) | 3/18/2003<br>(2/19/2002)                | Goody's MS, LP | Registered |
| MOUNTAIN LAKE<br>CASUALS                                                            | 2,561,161<br>(76/033,730) | 4/16/2002<br>(4/18/2000)                | Goody's MS, LP | Registered |
| Y.E.S. YOUR EVERYDAY<br>SAVINGS                                                     | 2,515,145<br>(76/217,340) | 12/4/2001<br>(2/27/2001)                | Goody's MS, LP | Registered |
| GOODCLOTHES & Design                                                                | 2,678,909<br>(76/275,671) | 1/21/2003<br>(6/22/2001)                | Goody's MS, LP | Registered |
| STERLING REFLECTIONS                                                                | 2,783,189<br>(78/111,941) | 11/11/2003<br>(3/1/2002)                | Goody's MS, LP | Registered |
| GOOD KIDZ                                                                           | 2,778,010<br>(78/188,448) | 10/28/2003<br>(11/25/2002)              | Goody's MS, LP | Registered |
| DENIM PLANET                                                                        | 3,252,368<br>(78/608,670) | 6/12/2007<br>(4/14/2005)                | Goody's MS, LP | Registered |
| THE BEST TOWEL ON<br>THE BEACH                                                      | 2,974,969<br>(78/474,967) | 7/19/2005<br>(8/27/2004)                | Goody's MS, LP | Registered |
| NOW THAT LOOKS<br>GREAT ON YOU                                                      | 3,046,121<br>(78/529,991) | 1/17/2006<br>(12/9/2004)                | Goody's MS, LP | Registered |
|  | 1,941,462<br>(74/407,787) | 12/12/1995<br>12/12/2005<br>(6/30/1993) | Goody's MS, LP | Registered |
|  | 3,079,354<br>(78/602,923) | 4/11/2006<br>(4/6/2005)                 | Goody's MS, LP | Registered |

| Trademark                                                                                                 | Reg. No<br>(Serial No.)   | Reg./Renewal<br>Date<br>(Filing Date)    | Owner          | Status     |
|-----------------------------------------------------------------------------------------------------------|---------------------------|------------------------------------------|----------------|------------|
|                          | 1,468,430<br>(73/657,870) | 12/8/1997<br>12/8/2007<br>(4/28/1987)    | Goody's MS, LP | Registered |
|                          | 3,051,629<br>78/362,303   | 1/24/06<br>(2/4/2004)                    | Goody's MS, LP | Registered |
| DHX                                                                                                       | 2,675,429<br>(76/046,859) | 1/14/2003<br>(5/12/2000)                 | Goody's MS, LP | Registered |
| DHX SPORT                                                                                                 | 2,675,428<br>(76/046,858) | 1/14/2003<br>(5/12/2000)                 | Goody's MS, LP | Registered |
| (Design only)                                                                                             | 3,373,512<br>(77/011,489) | 1/22/2008<br>(10/02/2006)                | Goody's MS, LP | Registered |
| DUCK HEAD                                                                                                 | 817,443<br>(72/235,327)   | 10/25/1966<br>10/25/2006<br>(12/27/1965) | Goody's MS, LP | Registered |
| DUCK HEAD                                                                                                 | 1,651,551<br>(74/081,288) | 7/23/1991<br>7/23/2001<br>(7/23/1990)    | Goody's MS, LP | Registered |
| DHX DRY                                                                                                   | 3,088,621<br>(78/447,559) | 5/2/2006<br>(7/8/2004)                   | Goody's MS, LP | Registered |
| DUCK HEAD SPORT                                                                                           | 3,071,997<br>(78,418,651) | 3/21/2006<br>(5/14/2004)                 | Goody's MS, LP | Registered |
| <br>DUCK HEAD & Design | 1,468,429<br>(73/657,869) | 12/8/1997<br>12/8/2007<br>(4/28/1987)    | Goody's MS, LP | Registered |
| <br>DUCK HEAD & Design | 1,832,781<br>(74/080,591) | 4/26/1994<br>4/26/2004<br>(7/23/1990)    | Goody's MS, LP | Registered |
| <i>Duck Head</i><br><b>EXPEDITION</b><br>*1865*                                                           | 1,949,457<br>(74/457,158) | 1/16/1996<br>1/16/2006<br>(11/12/1993)   | Goody's MS, LP | Registered |

| Trademark                                                                         | Reg. No<br>(Serial No.)   | Reg./Renewal<br>Date<br>(Filing Date) | Owner          | Status     |
|-----------------------------------------------------------------------------------|---------------------------|---------------------------------------|----------------|------------|
|  | 1,860,982<br>(74/301,136) | 11/1/1994<br>11/1/2004<br>(8/4/1992)  | Goody's MS, LP | Registered |
| DHJC                                                                              | 3,022,038<br>(78/405,399) | 11/29/2005<br>(4/21/2004)             | Goody's MS, LP | Registered |
| DUCK HEAD BABY                                                                    | 2,974,640<br>(78/419,112) | 7/19/2005<br>(5/14/2004)              | Goody's MS, LP | Registered |
| (Design only)                                                                     | 1,998,536<br>(74/446,718) | 9/3/1996<br>9/3/2006<br>(10/13/1993)  | Goody's MS, LP | Registered |
| (Design only)                                                                     | 53,255<br>(71/001,007)    | 5/29/1906<br>5/29/2006<br>(4/10/1905) | Goody's MS, LP | Registered |